



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

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Internet: <http://www.fcc.gov>
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DA 08-339

Released: February 11, 2008

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
COVAD COMMUNICATIONS COMPANY AND DIECA COMMUNICATIONS, INC.
TO CCGI HOLDING CORPORATION**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 08-2

Comments Due: February 25, 2008

Reply Comments Due: March 3, 2008

The following application was filed pursuant to section 63.03 of the Commission's rules requesting approval for the indirect transfer control of Covad Communications Company (Covad) and DIECA Communications, Inc. (DIECA), both wholly owned subsidiaries of Covad Communications Group, Inc. (CCGI), to CCGI Holding Corporation (Holding) (collectively, Applicants).¹ CCGI is a publicly held Delaware company. Covad, a California corporation, and DIECA, a Virginia corporation, provide competitive voice and data communications services nationwide. Holding, formerly known as Blackberry Holding Corporation, is a Delaware corporation that is ultimately controlled by Platinum Equity, LLC, a Delaware limited liability company owned by Tom T. Gores, a U.S. citizen. Applicants state that the following two U.S.-based private equity funds and one U.S.-based investment entity, all of which are ultimately controlled by Platinum Equity, LLC and Mr. Gores, will own 10 percent or more of Holding: Platinum Equity Capital Partners II, L.P. (PECP) (61.9 percent); Platinum Equity Capital Partners-A II, L.P. (PECPA) (12.6 percent);² and Platinum Blackberry Principals, LLC (PBP) (20 percent).³

¹ 47 C.F.R. § 63.03; see 47 U.S.C. § 214. Applicants filed a supplement to their application on January 31, 2008. Applicants are also filing applications for transfer of control associated with authorization for international and wireless services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

² Applicants state that the sole limited partnership interest in PECPA is held by the Commonwealth of Pennsylvania Public School Employees' Retirement System. Applicants further state that, as a limited partner of PECPA, this limited partner holds an indirect equity interest in Holding in excess of 10 percent. The sole general partner of both PECP and PECPA is Platinum Equity Partners II, LLC (PEP), a Delaware limited liability company. The senior managing member and controlling entity of PEP is Platinum Equity Investment Holdings II, LLC (PEIH), also a Delaware limited liability company. Platinum Equity, LLC is the sole member of PEIH. Platinum Equity, LLC indirectly controls the following other U.S.-based telecommunications carriers that provide competitive services in multiple states: Startec Global Operating Company, Matrix Telecom, Inc., and Americatel Corporation.

³ Applicants state that the senior managing member of PBP will, at closing, be PEIH.

Platinum Equity, LLC has created Holding and CCGI Merger Corporation (Merger), a wholly-owned subsidiary of Holding, for the purpose of acquiring CCGI. Pursuant to the terms of the proposed transaction, Merger will merge into CCGI, with CCGI as the surviving entity. As a result of the merger, Holding will become the sole stockholder of CCGI, and thereby acquire indirect control of Covad. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules, and that a grant of the application will serve the public interest, convenience, and necessity.⁴

Application Filed for the Indirect Transfer of Control of Covad Communications Company and DIECA Communications, Inc. to CCGI Holdings Corporation, WC Docket No. 08-2 (filed Dec. 21, 2007).

GENERAL INFORMATION

The Wireline Competition Bureau finds, upon initial review, that the transfer of control identified herein is acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 C.F.R. § 63.03(a), interested parties may file comments **on or before February 25, 2008**, and reply comments **on or before March 3, 2008**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.⁵ Comments must be filed electronically using (1) the Commission's Electronic Comment Filing System (ECFS) or (2) the Federal Government's eRulemaking Portal. *See* 47 C.F.R. § 63.03(a) ("All comments on streamlined applications shall be filed electronically . . ."); *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Comments may be filed electronically using the Internet by accessing the ECFS, <http://www.fcc.gov/cgb/ecfs/>, or the Federal eRulemaking Portal, <http://www.regulations.gov>. Filers should follow the instructions provided on the website for submitting comments.
- For ECFS filers, if multiple docket or rulemaking numbers appear in the caption of this proceeding, filers must transmit one electronic copy of the comments for each docket or rulemaking number referenced in the caption. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to ecfs@fcc.gov, and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.

In addition, email one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: 202 / 488-5300; fax: 202 / 488-5563;

⁴ 47 C.F.R. § 63.03(b)(2)(i).

⁵ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

- 2) Tracey Wilson-Parker, Competition Policy Division, Wireline Competition Bureau, tracey.wilson-parker@fcc.gov;
- 3) Alex Johns, Competition Policy Division, Wireline Competition Bureau, alexis.johns@fcc.gov;
- 4) David Krech, International Bureau, Policy Division, International Bureau, david.krech@fcc.gov;
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Filings and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: 202 / 488-5300; fax: 202 / 488-5563; email: fcc@bcpiweb.com; url: www.bcpiweb.com.

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For further information, please contact Tracey Wilson-Parker at 202 / 418-1394 or Alex Johns at 202 / 418-1167.

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